STATE OF ARIZONA FILED

JAN 26 2012

## STATE OF ARIZONA

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2	DEPARTMENT OF INS	URANCE DEPT OF INSURANCE
3	In the Matter of the Acquisition of Control of	Docket No. 12A-012-INS
4	Arcadian Health Plan, Inc. (NAIC No. 12151)	
5		ORDER APPROVING ACQUISITION
6	Insurer,	1
7	By	1
8	Humana Inc.	·
9	Petitioner.	
10	]	

On January 12, 2012, Humana Inc. ("Petitioner") submitted an application for the acquisition of control of Arcadian Health Plan, Inc. ("Insurer") to the Arizona Department of Insurance (the "Department") for approval of Petitioner as the controlling person of the Insurer pursuant to the provisions of A.R.S. §20-1070.

Based upon reliable evidence provided to the Director of Insurance ("Director") by the Assistant Director of the Financial Affairs Division of the Department, the Director finds as follows:

## FINDINGS OF FACT

- The Insurer is a foreign health care services organization as referred to in A.R.S. 1. §20-1051.
  - The Petitioner filed a statement as referred to in A.R.S. §20-1070. 2.

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3. The Petitioner has demonstrated that Insurer will continue to maintain the requirements for a certificate of authority as required by A.R.S. §20-1070(D) subsequent to the change in control.

## **CONCLUSIONS OF LAW**

- 1. The application established that none of the enumerated grounds set forth in A.R.S. §20-1070(D) exist so as to provide a basis for disapproval or rejection of Petitioner's acquisition of control of the Insurer.
- 2. Petitioner presented credible evidence for approval of its acquisition of control of the Insurer and the Petitioner to be a controlling person pursuant to the provisions of A.R.S. §20-1070.

## **ORDER**

THEREFORE, I, CHRISTINA URIAS, Director of Insurance of the State of Arizona, for the purpose of protecting and preserving the public health, safety and welfare, and by virtue of the authority vested in me by A.R.S. §§20-142 and 20-1070 hereby order that :

- 1. The acquisition of control of the Insurer by the Petitioner is approved.
- 2. Subject to A.R.S. §20-481.21, all documents, materials and other information that is in the possession or control of the Department and that was obtained by or disclosed to the Director or any other person in the course of filing the application is confidential and privileged, is not subject to Title 39, Chapter 1, Article 2 and is not subject to subpoena.
- The Petitioner shall advise the Director in writing of the effective date of the change of control.

1	4. The failure to adhere to one or more of the above terms and conditions shall			
2	result without further proceedings in the suspension or revocation of the Insurer's Certificate of			
3	Authority.			
4	Effective this			
5	M //			
6	CHRISTINA URIAS			
7	Director of Insurance			
8	COPY of the foregoing mailed/delivered			
9	this day of, 2012, to:			
10	Gary P. Timin Squire Sanders (US) LLP 200 South Biscayne Boulevard, Suite 4100			
11	Miami, Florida 33131			
12	Gerrie Marks, Deputy Director Mary Butterfield, Assistant Director			
13	Kurt A. Regner, CFE, Assistant Director Catherine O'Neil, Consumer Legal Affairs Officer			
14	Leslie Hess, Financial Affairs Legal Analyst Arizona Department of Insurance			
15	2910 N. 44 <sup>th</sup> Street, Suite 210 Phoenix, Arizona 85018			
16	Con Rusta			
17	Carrey Duron			
18				
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